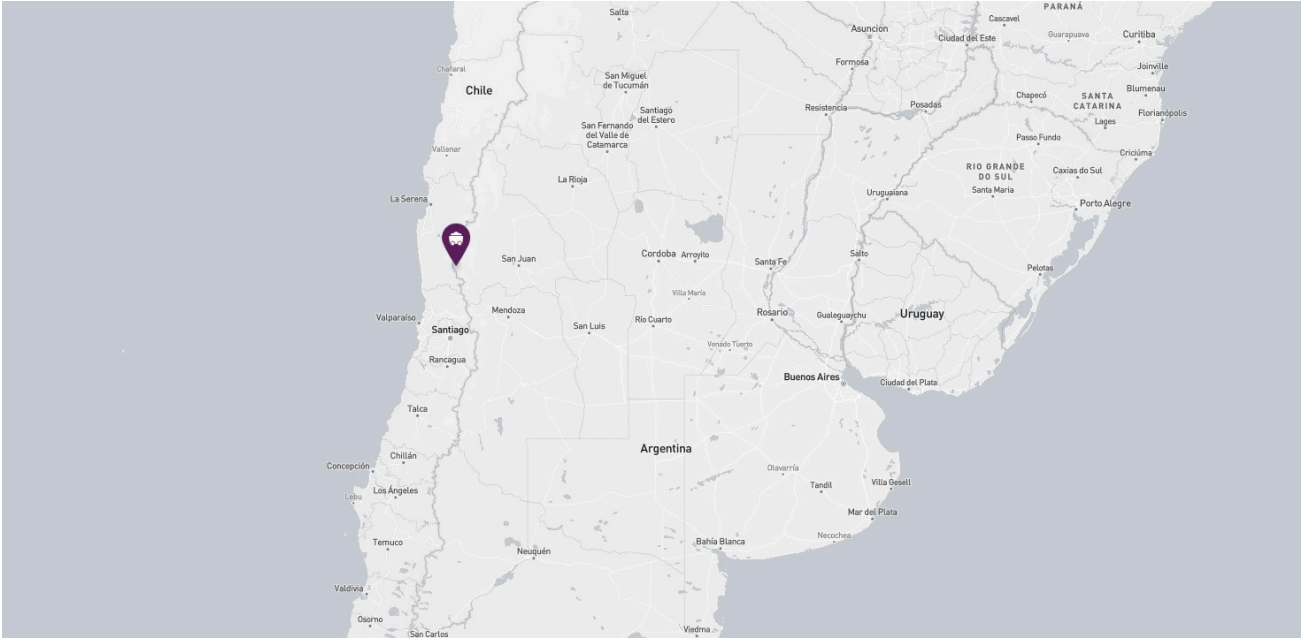


# Nuton option in the Altar project



Province/State	San Juan
Country	Argentina
Nature of Engagement	M&A
Client	Nuton, a venture of Rio Tinto plc
Client Role	Acquiror
Value	\$250,000,000 USD

Torys acted as counsel to Nuton, a venture of Rio Tinto plc, in the negotiation of an Option to Joint Venture agreement with Aldebaran Resources Inc. and Peregrine Metals Ltd., to acquire up to a 20% interest in Peregrine, the owner of the Altar copper-gold project in west-central Argentina.

On November 7, 2024, Aldebaran Resources Inc. (“Aldebaran”) announced that it entered into an option to joint venture agreement with Nuton LLC (“Nuton”), a wholly-owned subsidiary of Rio Tinto, in which Nuton could acquire a 20% indirect interest in the Altar project in San Juan, Argentina.

The Altar project is a copper-gold deposit located within the Province of San Juan, approximately 10 km from the Argentina–Chile border. Part of a more regional cluster of world-class porphyry copper deposits, it consists of a cluster of porphyry centres across a 7 km of strike length, with six known mineralized zones to date. The project is 100% owned by Peregrine Metals Ltd. (“Peregrine”). Aldebaran currently owns a 60% interest in Peregrine and is in the process of acquiring an additional 20% interest from Sibanye-Stillwater. Upon finalization of the transaction, Aldebaran will own an 80% interest in Peregrine, with Sibanye-Stillwater holding the remaining 20%.

Under the terms and conditions of the option agreement, Nuton has the exclusive right to acquire a 20% interest in Peregrine from Aldebaran in exchange for the following making staged payments totaling US\$250 million:

- US\$10 million upon signing;
- US\$20 million upon delivery of an updated mineral resource estimate (“MRE Payment”), expected to be completed in November 2024;
- US\$30 million upon delivery of a Preliminary Economic Assessment (“PEA Payment”), expected to be completed in Q2 2025; and
- US\$190 million upon delivery of a Pre-Feasibility Study (“PFS Payment”), expected to be completed in 2026.

90% of the payments will be paid directly to Peregrine and will be utilized to fund Aldebaran’s portion of ongoing and future work programs at the Altar project. The remaining 10% paid directly to Aldebaran, as directed by Peregrine.

As part of the agreement, Nuton will have exclusivity over any novel, trade secret or patented copper heap-leach related technology tested or deployed at the Altar project for a period of two years.

Upon completion of the PFS Payment, Nuton will acquire a 20% interest in Peregrine and have a 20% indirect interest in the Altar project. Altar would then be owned as follows: Aldebaran 60%, Sibanye-Stillwater 20%, and Nuton 20%, with Aldebaran operating the project.

If Nuton elects not to proceed after the issuance of the MRE, PEA or PFS payments, the agreement will be terminated, and Aldebaran will retain its 80% interest in the project, and Aldebaran and Peregrine will retain any cash payments made prior to the agreement’s termination, unless there is an uncured material breach of the agreement by Aldebaran or Peregrine.

Further information can be found on Globe Newswire’s [website](#).

Peregrine Metals is a private Canadian incorporated mineral exploration company focused on exploring and developing the large Altar porphyry copper deposit in Argentina.

[Aldebaran](#) is a mineral exploration company that was spun out of Regulus Resources Inc. in 2018. It holds a 60% interest in the Altar project (through its interest in Peregrine) and can earn an additional 20% interest in the project by completing a further US\$25 million in expenditures at Altar over the next three years.

[Nuton](#) offers a portfolio of proprietary copper leach related technologies and capability developed by Rio Tinto to deliver increased copper recovery from primary sulphide material and leading environmental performance.

The Torys team was led by Mike Pickersgill, Braden Jebson and Mitchell Hayes (corporate/mining).